

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. GRACE & CO., *et al.*,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors) Objection Deadline: November 26, 2003 at 4:00 p.m.
Hearing Date: TBD only if necessary

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS SPECIAL LITIGATION COUNSEL TO W.R. GRACE & CO., ET AL., FOR
THE MONTHLY INTERIM PERIOD OF SEPTEMBER 1, 2003, THROUGH SEPTEMBER 30, 2003,
FOR THE QUARTERLY FEE PERIOD OF JULY – SEPTEMBER 2003**

Name of Applicant: **Woodcock Washburn LLP**

Authorized to Provide Professional Services to: **W. R. Grace & Co., et al., Debtors
and Debtors-in-Possession**

Date of Retention: **Retention Order entered January
22, 2003**

Period for which compensation and
reimbursement is sought **September 1, 2003, through
September 30, 2003**

Amount of Compensation sought as actual,
reasonable and necessary: **\$ 18,536.00**

Amount of Expense Reimbursement sought as
actual, reasonable and necessary: **\$ 2,143.81**

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of September 2003. This is the ninth application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock and the third application for services in the July - September 2003 quarter. The following applications have been filed previously with the Court:

Date Filed	Period Covered	Requested Fees	Requested Disbursements
June 9, 2003	1/1 – 1/31/03	\$11,423.35	\$184.10
June 9, 2003	2/1 – 2/28/03	29,216.00	684.22
June 9, 2003	3/1 – 3/31/03	14,351.00	647.43
June 3, 2003	4/1 – 4/30/03	14,268.50	244.41
July 11, 2003	5/1 – 5/31/03	20,293.50	703.19
August 1, 2003	6/1 – 6/30/03	24,087.00	2,822.23
September 18, 2003	7/1 – 7/31/03	14,157.50	1,834.84
October 17, 2003	8/1/ - 8/31/03	5,120.00	2,346.40
TOTAL		\$132,916.85	\$9,466.82

All fees and expenses for which compensation is sought in the current application were rendered by Applicant in connection with the specific matter for which it was retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc.*, civil action 03-CV-4886 (RHK/AJB), pending in the United States District Court for the District of Minnesota. Except for the fees specifically identified as “Fee Applications, Applicant,” totaling \$ 348.00, and “Travel,” a total of 6.5 hours billed at half time (3.2 hours) totaling \$1,392.00, all fees for which application is made were in the category “Litigation and Litigation Consulting” in the Intercat case.

The attorneys of Applicant who rendered professional services in this case during the Fee Period are:

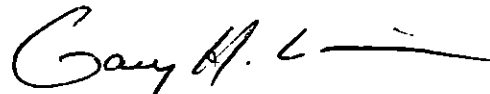
Name of Professional Person	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$435.00	12.8	\$5,568.00
David R. Bailey	Partner	1990	IP Litigation	\$360.00	23.8	\$8,568.00
Frank T. Carroll	Associate	1998	IP Litigation	\$350.00	17.6	\$4,400.00

Total Fees: \$18,536.00
Blended Rate: \$341.99

With respect to disbursements for which compensation is requested, computer-assisted legal research and computer docket tracking are billed at no higher than actual cost, out-going fax charges are billed at no higher than \$1/page (with no charge for incoming faxes), and charges for standard copying are billed at no more than \$0.15/page.

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$18,536.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$14,828.00) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$ 2,143.81); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted



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Dated: October 29, 2003